

Fill in this information to identify your case.

United States Bankruptcy Court for the:

Southern District of Texas

Case number (if known): _____

Chapter you are filing under:

- ☐ Chapter 7
☒ Chapter 11
☐ Chapter 12
☐ Chapter 13

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

02/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name MERISOL VILLAGES, LLC

2. All other names debtor used in the last 8 years _____

 Include any assumed names, trade names, and *doing business* as names _____

3. Debtor's federal Employer Identification Number (EIN) 84-2705115

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	Texas Hwy 361	P.O. Box 366
	Number Street	Number Street
	Port Aransas TX 78373	P.O. Box Port Aransas TX 78373
	City State ZIP Code	City State ZIP Code
	Nueces County	Location of principal assets, if different from principal place of business
	County	Number Street
		City State ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☒ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☐ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.naics.com/search/>.

6552**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No

☐ Yes. District _____ When _____ Case number _____
 MM / DD / YYYY
 District _____ When _____ Case number _____
 MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☒ No

☐ Yes. Debtor _____ Relationship _____
 District _____ When _____
 MM / DD / YYYY
 Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name _____

11. Why is the case filed in *this* district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? *(Check all that apply.)*

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property? _____

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
- Contact name _____
- Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name

16. Estimated liabilities

- ☐ \$0-\$50,000 ☒ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/31/2022
 MM / DD / YYYY

X /s/ Charles J. Castor, Jr.

Signature of authorized representative of debtor

Title Sole Member

Charles J. Castor, Jr.

Printed name

18. Signature of attorney

X /s/ Raymond Battaglia

Signature of attorney for debtor

Date 05/31/2022

MM / DD / YYYY

Raymond Battaglia

Printed name

Law Offices of Ray Battaglia, PLLC

Firm name

66 Granburg Circle

Number Street

San Antonio

City

TX 78218

State ZIP Code

2106019405

Contact phone

rbattaglia@outlook.com

Email address

01918055

Bar number

TX

State

**WRITTEN CONSENT OF MEMBERS OF
FREE SPEECH SYSTEMS, LLC
A LIMITED LIABILITY COMPANY**

The undersigned, Members of MERISOL VILLAGES, LLC ("Company"), in accordance with the Company Agreement, hereby adopt the following written consent.

WHEREAS, the Members signing this consent are the holders of all of the member interests entitled to vote at the Company's meetings as provided in Section 4.1 of the Company Agreement and on the following resolutions; and

WHEREAS, the undersigned desires to execute a written consent in lieu of formally holding a Members' meeting and agrees that the adoption of the following resolutions shall be valid and have the same force and effect as though such resolutions had been adopted at a formal meeting of the Members;

WHEREAS, the Members have had the opportunity to consult with the financial and legal advisors of the Company and assess the considerations related to the commencement of a chapter 11 case under title 11 of the United States Code (the "Bankruptcy Code"), including materials provided by the financial and legal advisors, and the Member adopts these resolutions.

WHEREAS, in light of the Company's current financial condition, the Members have investigated, discussed and considered options for addressing the Company's financial challenges and, after consultation with the Company's advisors, have concluded that it is in the best interests of each of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of the Bankruptcy Code; now therefore be it

RESOLVED that the Charles Castor, Jr., the sole member ("Manager") of the Company is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of Texas (the "Bankruptcy Court"), at such time as said manager shall determine in consultation with the Company's legal and financial advisors; and it is further

RESOLVED, that the Company is authorized to hire the Law Offices of Ray Battaglia, PLLC as its bankruptcy counsel and Carl J. Kolb, P.C. as special counsel; and it is further

RESOLVED, that the Manager is hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, liquidators and other professionals, and to take and perform any and all further acts and deeds deemed necessary, proper or desirable in connection with the successful prosecution of the Chapter 11 case; and it is further

RESOLVED, that any and all past actions heretofore taken by the Manager or any other officer in the name and on behalf of the Company in furtherance of any or all of the proceeding resolutions be, and the same hereby are, ratified, confirmed, and approved; and it is further.

RESOLVED, that this written consent shall have the same force and effect as a formal Members' meeting for all purposes.

The undersigned, by signing this Unanimous Written Consent, hereby waive notice of the time and place of the meeting, consent to the meeting and approves the contents of this written consent. The undersigned direct that this written consent be filed with the minutes of the proceedings of the Company.

DATED to be effective on May ^{May 27, 2022}_____, 2022

Merisol Villages, LLC

Charles Castor

Charles J. Castor, Jr.
Sole Member







Merisol Villages, LLC

Final Audit Report

2022-05-27

Created:	2022-05-25
By:	Ray Battaglia (rbattaglia@outlook.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA4mOfns7GW38mDX-6bTK6RFnkD5w1fn22

"Merisol Villages, LLC" History

-  Document created by Ray Battaglia (rbattaglia@outlook.com)
2022-05-25 - 3:11:36 PM GMT- IP address: 70.239.160.248
-  Document emailed to Charles Castor (charlescastor@hotmail.com) for signature
2022-05-25 - 3:12:13 PM GMT
-  Email viewed by Charles Castor (charlescastor@hotmail.com)
2022-05-25 - 3:13:48 PM GMT- IP address: 76.186.36.62
-  Email viewed by Charles Castor (charlescastor@hotmail.com)
2022-05-27 - 2:12:55 PM GMT- IP address: 76.186.36.62
-  Document e-signed by Charles Castor (charlescastor@hotmail.com)
Signature Date: 2022-05-27 - 2:13:21 PM GMT - Time Source: server- IP address: 76.186.36.62
-  Agreement completed.
2022-05-27 - 2:13:21 PM GMT

Fill in this information to identify the case:

Debtor name MERISOL VILLAGES, LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206Sum**Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*\$ 9,625,000.00**1b. Total personal property:**Copy line 91A from *Schedule A/B*\$ 1,128.36**1c. Total of all property:**Copy line 92 from *Schedule A/B*\$ 9,626,128.36**Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*\$ 1,585,000.00**3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 6a of *Schedule E/F*\$ 35,239.83**3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 6b of *Schedule E/F*+\$ 62,350.00

4. Total liabilities

Lines 2 + 3a + 3b

\$ 1,682,589.83

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (If known): _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Nueces County Ad valorem taxes P. O. Box 2688 Corpus Christi, TX, 78373		Taxes & Other Government Units				35,239.83
2	Blue Marlin Aviation P. O. Box 1638 Port Aransas, TX, 78373		rent				19,800.00
3	Pinoak Funding 3309 Swanson Drive Plano, TX, 75025	Chris Jones	Services				10,000.00
4	Island Construction 420 E. Cotter Port Aransas, TX, 78373		balance due on horizontal construction				10,000.00
5	Elevated Equities LLC PO Box 7399 PMB 556 Breckenridge, CO, 80424		Services				9,800.00
6	Bob Cristaldi 2700 Westhall Lane Ste. 124 Maitland, FL, 32751		Credit Card Debt				7,250.00
7	South Jetty newspaper P. O. Box 1117 Port Aransas, TX, 78373		advertising				5,500.00
8	Sico, Hoelscher, Harris & Braugh, LLP 802 N. Carancahua Suite 900 Corpus Christi, TX, 78401	Conditional Option Agreement	Conditional Option Agreement	Disputed Unliquidated Contingent			0.00

Debtor MERISOL VILLAGES, LLC Case number (if known) _____

Name _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Carey P. Locke 802 N. Carancahua Suite 1500 Corpus Christi, TX, 78401		Conditional Option Agreement	Disputed Unliquidated Contingent			0.00
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (if known): _____

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets — Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
- ☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****2. Cash on hand**\$ 0.00**3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. <u>American Bank Port Aransas</u>	<u>Checking</u>	<u>1 0 2 8</u>	\$ <u>628.36</u>
3.2. _____	_____	_____	\$ _____

4. Other cash equivalents (Identify all)

4.1. _____	\$ _____
4.2. _____	\$ _____

5. Total of Part 1\$ 628.36

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and prepayments**6. Does the debtor have any deposits or prepayments?**

- ☒ No. Go to Part 3.
- ☐ Yes. Fill in the information below.

Current value of debtor's interest**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

7.1. _____	\$ _____
7.2. _____	\$ _____

Description, including name of holder of prepayment

8.2. _____ \$ _____

Add lines 7 through 8. Copy the total to line 81.

\$ _____

☒ No. Go to Part 4.

☐ Yes. Fill in the information below.

11. Accounts receivable

11b. Over 90 days old: _____ - _____ = ➔ \$ _____
face amount doubtful or uncollectible accounts

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ _____

☒ No. Go to Part 5.

☐ Yes. Fill in the information below.

Current value of debtor's interest

Name of fund or stock:

14.2. _____ \$

Name of entity:

% of ownership:

15.2. _____ % _____ \$

Describe:

16.2. _____ \$

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ _____

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

Part 5: Inventory, excluding agriculture assets**18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
20. Work in progress				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
23. Total of Part 5				\$ _____
Add lines 19 through 22. Copy the total to line 84.				

24. Is any of the property listed in Part 5 perishable?

- ☐ No
- ☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Book value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
_____	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
_____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
_____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed			
_____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
_____	\$ _____	_____	\$ _____

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$ _____

34. Is the debtor a member of an agricultural cooperative?

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Book value \$ _____ Valuation method _____ Current value \$ _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
	\$ _____	_____	\$ _____
40. Office fixtures			
	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software			
Dell computer	\$ 1.00	used retail	\$ 500.00
42. Collectibles <i>Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles</i>			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$ 500.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
- ☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____
48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____
49. Aircraft and accessories			
49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
	\$ _____	_____	\$ _____
51. Total of Part 8. Add lines 47 through 50. Copy the total to line 87.			\$ _____

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No
- ☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

Part 9: Real property**54. Does the debtor own or lease any real property?**

- ☐ No. Go to Part 10.
- ☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 25.559 acres located in Port Aransas, TX,. as described in Exhibit "A/B-55"	fee simple	9,625,000.00 \$	market value	9,625,000.00 \$
55.2		\$		\$
55.3		\$		\$
56. Total of Part 9. Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.				9,625,000.00 \$
57. Is a depreciation schedule available for any of the property listed in Part 9?				
<input checked="" type="checkbox"/> No				
<input type="checkbox"/> Yes				
58. Has any of the property listed in Part 9 been appraised by a professional within the last year?				
<input type="checkbox"/> No				
<input checked="" type="checkbox"/> Yes				

Part 10: Intangibles and intellectual property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets	\$		\$
61. Internet domain names and websites	\$		\$
62. Licenses, franchises, and royalties	\$		\$
63. Customer lists, mailing lists, or other compilations	\$		\$
64. Other intangibles, or intellectual property	\$		\$
65. Goodwill	\$		\$
66. Total of Part 10. Add lines 60 through 65. Copy the total to line 89.			\$

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

_____ — _____ = → \$ _____
Total face amount doubtful or uncollectible amount

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____

73. Interests in insurance policies or annuities

_____ \$ _____

74. Causes of action against third parties (whether or not a lawsuit has been filed)

Claims against Sico, Hoelscher, Harris & Braugh, LLP, Brantley Whi

Nature of claim Avoidance of Conditional Option Agree

Amount requested \$ 0.00

\$ Unknown

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

_____ \$ _____

Nature of claim _____

Amount requested \$ _____

76. Trusts, equitable or future interests in property

_____ \$ _____

77. Other property of any kind not already listed Examples: Season tickets, country club membership

_____ \$ _____

_____ \$ _____

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ 0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- ☐ No
☒ Yes

Debtor

MERISOL VILLAGES, LLC

Name

Case number (if known)

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ 628.36	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ 0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ 0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ 0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ 0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 500.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ 0.00	
88. Real property. <i>Copy line 56, Part 9.</i> →		\$ 9,625,000.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ 0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ 0.00	
91. Total. Add lines 80 through 90 for each column. 91a.	\$ 1,128.36	+ 91b. \$ 9,625,000.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92. 9,626,128.36		\$ 9,626,128.36

EXHIBIT

A/B - 55

Exhibit A

(25.559 Acres)

BEING THE DESCRIPTION OF 25.559 ACRES OF LAND OUT OF A 30.49 ACRE TRACT, OUT OF A 118.876 ACRE TRACT, OUT OF THE EDWARD HALL SURVEY 588, LAND SCRIPT 227, ABSTRACT 160, AND THE ISAAC W. BOONE SURVEY 587, LAND SCRIPT 241, ABSTRACT 43, CITY OF PORT ARANSAS, NUECES COUNTY, TEXAS, WITH SAID 30.49 ACRE TRACT BEING DESCRIBED IN A DEED OF RECORD UNDER DOCUMENT NUMBER 2016035074, OFFICIAL PUBLIC RECORDS OF NUECES COUNTY, TEXAS, AND SAID 118.876 ACRE TRACT BEING DESCRIBED IN A DEED OF RECORD UNDER DOCUMENT NUMBER 2013010138, OFFICIAL PUBLIC RECORDS OF NUECES COUNTY, TEXAS, WITH SAID 25.559 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCE, at a 5/8" steel rebar found on the Northwesterly R.O.W. line of Texas State Highway 361, and being the East corner of a 239.586 acre tract as described in a deed of record under Document Number 2009045501, Official Public Records of Nueces County, Texas, and being the South corner of said 118.876 acre tract; THENCE, North 36°10'18" East, along and with the Northwesterly R.O.W. of Texas State Highway 361, at 57.93 feet, pass the South corner of said 30.49 acre tract, a total distance of 952.72 feet to a 5/8" steel rebar found for the most SOUTHERLY corner and PLACE OF BEGINNING of this survey;

THENCE, North 53°32'08" West, crossing said 118.876 acre, at 228.93 feet, pass a 5/8" steel rebar found for the most Northerly corner of a 4.935 acre tract out of said 30.49 acre tract, and along and with the boundary of said 30.49 acre tract, a total distance of 951.14 feet to a 5/8" steel rebar found for an EXTERIOR corner of this survey;

THENCE, continuing along and with the boundary line of said 30.49 acre tract as follows:

North 42°21'41" East, a distance of 56.71 feet to a 5/8" steel rebar found at the point of curvature of a curve to the right with a central angle of 10°54'03", a radius of 418.51 feet, a chord of 79.50 feet, a tangent of 39.93 feet, for an arc distance of 79.62 feet to a 5/8" steel rebar found submerged for an INTERIOR corner of this survey;

THENCE, South 40°12'16" West, a distance of 175.28 feet to a 5/8" steel rebar set for an EXTERIOR corner of this survey;

THENCE, North 53°51'46" West, a distance of 943.59 feet to a 5/8" steel rebar set for an angle point and EXTERIOR corner of this survey

THENCE, North 32°16'22" West, a distance of 713.53 feet to a 5/8" steel rebar found along a circular curve to the right with a central angle of 34°09'11", a radius of 600.50 feet, a chord of 352.67 feet, a tangent of 184.46 feet, for an arc distance of 357.94 feet to a 5/8" steel rebar found for an EXTERIOR corner of this survey;

THENCE, North 15°02'40" East, a distance of 90.99 feet to a 5/8" steel rebar found for the NORTHERLY corner of this survey;

THENCE, South 58°26'34" East, a distance of 259.75 feet to a 5/8" steel rebar found along a circular curve to the right with a central angle of 146°48'33", a radius of 140.0 feet, a chord of 268.34 feet, a tangent of 469.74 feet, for an arc distance of 358.72 feet to a 5/8" steel rebar found for an INTERIOR corner of this survey;

THENCE, South 01°50'16" West, a distance of 65.0 feet to a 5/8" steel rebar found for an angle point and INTERIOR corner of this survey;

THENCE, South 25°24'59" East, a distance of 65.0 feet to a 5/8" steel rebar found for an angle point and INTERIOR corner of this survey;

THENCE, South 35°57'57" East, a distance of 45.30 feet to a 5/8" steel rebar found for an angle point and INTERIOR corner of this survey;

THENCE, South 40°17'46" East, a distance of 239.74 feet to a 5/8" steel rebar found for an EXTERIOR corner of this survey;

THENCE, South 49°42'14" West, a distance of 90.0 feet to a 5/8" steel rebar found for an INTERIOR corner of this survey;

THENCE, South 40°17'46" East, a distance of 190.0 feet to a 5/8" steel rebar found for an INTERIOR corner of this survey;

THENCE, North 49°42'14" East, a distance of 90.0 feet to a 5/8" steel rebar found for an angle point and INTERIOR corner of this survey;

THENCE, North 48°02'57" East, a distance of 121.22 feet to a point submerged and being an angle point and EXTERIOR corner of this survey;

THENCE, North 86°51'54" East, a distance of 26.66 feet to a point submerged and being an angle point and EXTERIOR corner of this survey;

THENCE, South 67°37'05" East, a distance of 34.11 feet to a point for a submerged corner and being at the point of curvature of a circular curve to the left with a central angle of 12°40'04", a radius of 685.51 feet, a chord of 151.25 feet, a tangent of 76.09 feet, for an arc distance of 151.56 feet to a point submerged in the common boundary line of said 30.49 acres and a 48.105 acre tract as described in a document of record under Document Number 2013007799, Official Public Records of Nueces County, Texas, and being an EXTERIOR corner of this survey;

THENCE, South 55°59'54" East, along and with the common boundary line of said 30.49 acres and said 48.105 acres, a distance of 7.24 feet to a point submerged and being in the Westerly boundary line of a 48.105 acre tract as described in a document of record under Document Number 2013007799, Official Public Records of Nueces County, Texas, and being at the point of curvature of a circular curve to the right with a central angle of 11°01'10", a radius of 785.0 feet, a chord of 150.75 feet, a tangent of 75.72 feet, for an arc distance of 150.98 feet to a point submerged for an INTERIOR corner of this survey;

THENCE, continuing along and with the common boundary line of said 48.105 acre tract and said 30.49 acre tract as follows: South 47°35'54" East, a distance of 367.78 feet to a 5/8" steel rebar found for an EXTERIOR corner of this survey;

THENCE, South 18°45'07" West, a distance of 83.64 to a 5/8" steel rebar found for an INTERIOR corner of this survey;

THENCE, South 67°12'50" East, a distance of 59.82 feet to a 5/8" steel rebar found at the point of curvature of a circular curve to the right with a central angle of 38°10'02", a radius of 349.99 feet, a chord of 228.85 feet, a tangent of 121.08 feet, for an arc distance of 233.14 feet to a 5/8" steel rebar found for an angle point and EXTERIOR corner of this survey;

THENCE, South 29°02'50" East, a distance of 50.95 feet to a 5/8" steel rebar found at the point of curvature of a circular curve to the left with a central angle of 24°30'08", a radius of 300.03 feet, a chord of 127.33 feet, a tangent of 65.15 feet, for an arc distance of 128.31 feet to a 5/8" steel rebar found for an angle point and INTERIOR corner of this survey;

THENCE, South 53°37'42" East, a distance of 880.01 feet to a 5/8" steel rebar found in the Northwesterly R.O.W. line of Texas State Highway 361, and being the most Southerly corner of said 48.105 acre tract, and being the most EASTERLY corner of this survey;

THENCE, South 53°37'42" West, along and with the Northwesterly R.O.W. line of Texas State Highway 361, a distance of 286.15 feet to the PLACE OF BEGINNING and containing 25.559 acres of land, more or less.

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (if known): _____

☐ Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.**2.1****Creditor's name**Capstone Funding**Creditor's mailing address**507 Denali PassSuite 401, Cedar Park, TX 78613**Creditor's email address, if known****Date debt was incurred** _____**Last 4 digits of account number** _____**Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor,**Describe debtor's property that is subject to a lien**25.559 acres located in Port Aransas, TX, as described in Exhibit "A/B-55"**Describe the lien**Agreement you made**Is the creditor an insider or related party?**

- ☒ No
☐ Yes

Is anyone else liable on this claim?

- ☐ No
☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

**Column A
Amount of claim**

Do not deduct the value of collateral.

\$ 1,585,000.00**Column B
Value of collateral that supports this claim**\$ 9,625,000.00**2.2** **Creditor's name****Creditor's mailing address****Creditor's email address, if known****Date debt was incurred** _____**Last 4 digits of account number** _____**Do multiple creditors have an interest in the same property?**☐ No☐ Yes. Have you already specified the relative priority?☐ No. Specify each creditor, including this creditor, and its relative priority.☐ Yes. The relative priority of creditors is specified on lines _____**Describe debtor's property that is subject to a lien**

\$ _____ \$ _____

Describe the lien**Is the creditor an insider or related party?**

- ☐ No
☐ Yes

Is anyone else liable on this claim?

- ☐ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.\$ 1,585,000.00

Fill in this information to identify the case:

Debtor MERISOL VILLAGES, LLC

United States Bankruptcy Court for the: Southern District of Texas

Case number _____
(If known)

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

2.1 Priority creditor's name and mailing address
Nueces County Ad valorem taxes
P. O. Box 2688

Corpus Christi, TX, 78373

Date or dates debt was incurred
2022

Last 4 digits of account number 0154

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is: \$ 35,239.83

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:
Taxes & Other Government Units

Is the claim subject to offset?

- ☒ No
☐ Yes

Total claim

Priority amount

2.2 Priority creditor's name and mailing address

As of the petition filing date, the claim is: \$ _____ \$ _____

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Date or dates debt was incurred

Last 4 digits of account number _____

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)

Is the claim subject to offset?

- ☐ No
☐ Yes

2.3 Priority creditor's name and mailing address

As of the petition filing date, the claim is: \$ _____ \$ _____

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Date or dates debt was incurred

Last 4 digits of account number _____

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)

Is the claim subject to offset?

- ☐ No
☐ Yes

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address Blue Marlin Aviation P. O. Box 1638 Port Aransas, TX, 78373 Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: rent Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ 19,800.00
3.2	Nonpriority creditor's name and mailing address Bob Cristaldi 2700 Westhall Lane Ste. 124 Maitland, FL, 32751 Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Credit Card Debt Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ 7,250.00
3.3	Nonpriority creditor's name and mailing address Carey P. Locke 802 N. Carancahua Suite 1500 Corpus Christi, TX, 78401 Date or dates debt was incurred <u>07/01/2019</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Conditional Option Agreement Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ Unknown
3.4	Nonpriority creditor's name and mailing address Elevated Equities LLC PO Box 7399 PMB 556 Breckenridge, CO, 80424 Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Services Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ 9,800.00
3.5	Nonpriority creditor's name and mailing address Island Construction 420 E. Cotter Port Aransas, TX, 78373 Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: balance due on horizontal construction Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ 10,000.00
3.6	Nonpriority creditor's name and mailing address Pinoak Funding 3309 Swanson Drive Plano, TX, 75025 Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Services Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ 10,000.00

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.⁷ Nonpriority creditor's name and mailing address

Sico, Hoelscher, Harris & Braugh, LLP
802 N. Carancahua
Suite 900
Corpus Christi, TX, 78401

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

\$ Unknown

Basis for the claim: Conditional Option Agreement

Date or dates debt was incurred

07/01/2019

Last 4 digits of account number

Is the claim subject to offset?

- ☒ No
☐ Yes

3.⁸ Nonpriority creditor's name and mailing address

South Jetty newspaper
P. O. Box 1117

Port Aransas, TX, 78373

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$ 5,500.00

Basis for the claim: advertising

Date or dates debt was incurred

Is the claim subject to offset?

Last 4 digits of account number

- ☒ No
☐ Yes

3. Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$

Basis for the claim:

Date or dates debt was incurred

Is the claim subject to offset?

Last 4 digits of account number

- ☐ No
☐ Yes

3. Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$

Basis for the claim:

Date or dates debt was incurred

Is the claim subject to offset?

Last 4 digits of account number

- ☐ No
☐ Yes

3. Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$

Basis for the claim:

Date or dates debt was incurred

Is the claim subject to offset?

Last 4 digits of account number

- ☐ No
☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. Brantley White 653 Everhart Rd. Suite 105 Corpus Christi, TX, 78411	Line ____ <input checked="" type="checkbox"/> Not listed. Explain:	_____
4.2. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.3. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.4. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.1. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.5. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.6. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.7. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.8. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.9. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.10. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____
4.11. _____	Line ____ <input type="checkbox"/> Not listed. Explain	_____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**5. Add the amounts of priority and nonpriority unsecured claims.****Total of claim amounts**5a. **Total claims from Part 1**

5a.

\$ 35,239.83

5b. **Total claims from Part 2**

5b.

+

\$ 62,350.00

5c. **Total of Parts 1 and 2**

5c.

\$ 97,589.83

Lines 5a + 5b = 5c.

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of TexasCase number (if known): _____ Chapter 11☐ Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases****12/15**

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).**2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Conditional Purchase Option on 25.559 acres located in Port Aransas, TX, as described in Exhibit "A/B 55"</p>	<p>Sico, Hoelscher, Harris & Braugh, LLP and Carey P. Locke</p>
	<p>State the term remaining</p> <p>List the contract number of any government contract</p>	<p>802 N. Carancahua Suite 900 Corpus Christi, TX, 78373</p>
2.2	<p>State what the contract or lease is for and the nature of the debtor's interest</p>	
	<p>State the term remaining</p> <p>List the contract number of any government contract</p>	
2.3	<p>State what the contract or lease is for and the nature of the debtor's interest</p>	
	<p>State the term remaining</p> <p>List the contract number of any government contract</p>	
2.4	<p>State what the contract or lease is for and the nature of the debtor's interest</p>	
	<p>State the term remaining</p> <p>List the contract number of any government contract</p>	
2.5	<p>State what the contract or lease is for and the nature of the debtor's interest</p>	
	<p>State the term remaining</p> <p>List the contract number of any government contract</p>	

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (If known): _____

☐ Check if this is an amended filing**Official Form 206H****Schedule H: Codebtors****12/15****Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.****1. Does the debtor have any codebtors?**☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.****Column 1: Codebtor****Column 2: Creditor****Name****Mailing address****Name***Check all schedules that apply:*

2.1 Charles Castor, Jr. Charles Castor, Jr.
P.O. Box 366
Port Aransas, TX 78373

Capstone Funding

☒ D
☐ E/F
☐ G

2.2

☐ D
☐ E/F
☐ G

2.3

☐ D
☐ E/F
☐ G

2.4

☐ D
☐ E/F
☐ G

2.5

☐ D
☐ E/F
☐ G

2.6

☐ D
☐ E/F
☐ G

Fill in this information to identify the case:Debtor name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (if known): _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2022 to Filing date
MM / DD / YYYY

☐ Operating a business
☐ Other

\$ 0.00

For prior year:

From 01/01/2021 to 12/31/2021
MM / DD / YYYY

☐ Operating a business
☐ Other

\$ 0.00

For the year before that:

From 01/01/2020 to 12/31/2020
MM / DD / YYYY

☐ Operating a business
☐ Other

\$ 0.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2022 to Filing date
MM / DD / YYYY

\$ 0.00

For prior year:

From 01/01/2021 to 12/31/2021
MM / DD / YYYY

\$ 0.00

For the year before that:

From 01/01/2020 to 12/31/2020
MM / DD / YYYY

\$ 0.00

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/23 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Creditor's name _____		\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____
3.2. Creditor's name _____		\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name _____ Relationship to debtor _____	_____ _____ _____	\$ _____	
4.2. Insider's name _____ Relationship to debtor _____	_____ _____ _____	\$ _____	

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

	Creditor's name and address	Description of the property	Date	Value of property
5.1.	_____ Creditor's name		_____	\$ _____
5.2.	_____ Creditor's name		_____	\$ _____

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
_____ Creditor's name		_____	\$ _____

Last 4 digits of account number: XXXX- _____

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☒ None

	Case title	Nature of case	Court or agency's name and address	Status of case
7.1.	_____ Case number			<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2.	_____ Case title		_____ Court or agency's name and address	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
	_____ Case number			

Debtor MERISOL VILLAGES, LLC
Name _____

Case number (if known) _____

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the property	Value
_____	_____	\$ _____
Custodian's name	Case title	Court name and address
_____	_____	_____
Case number	Name	_____
_____	Date of order or assignment	_____
_____	_____	_____

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. _____	_____	_____	\$ _____
Recipient's name	_____	_____	\$ _____
Recipient's relationship to debtor	_____	_____	\$ _____
_____	_____	_____	\$ _____
9.2. _____	_____	_____	\$ _____
Recipient's name	_____	_____	\$ _____
Recipient's relationship to debtor	_____	_____	\$ _____
_____	_____	_____	\$ _____

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
_____	_____	_____	\$ _____

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Law Offices of Ray Battaglia, PLLC			\$ 25,000.00
	Address			
	66 Granburg Circle San Antonio, TX 78218			

Email or website address

Who made the payment, if not debtor?

Carl Kolb. P.C.

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.	_____			\$ _____
	Address			

Email or website address
_____Who made the payment, if not debtor?
_____**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
	_____			\$ _____
	Trustee			

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1. _____		_____	\$ _____
Address _____			
Relationship to debtor _____			
13.2. _____		_____	\$ _____
Address _____			
Relationship to debtor _____			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy	
	From	To
14.1. 1630 S. Station Street Port Aransas, TX 78373	01/01/2018	08/01/2020
14.2. _____	_____	_____

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

15.1.

Facility name

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

How are records kept?

Check all that apply:

- ☐ Electronically
☐ Paper

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

15.2.

Facility name

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

How are records kept?

Check all that apply:

- ☐ Electronically
☐ Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained. _____

Does the debtor have a privacy policy about that information?

- ☐ No
☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?

- ☐ No. Go to Part 10.
☐ Yes. Fill in below:

Name of plan

Employer identification number of the plan

EIN: _____

Has the plan been terminated?

- ☐ No
☐ Yes

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own
21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
_____ Name			\$ _____

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No
☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
_____ Case number	_____ Name		<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
_____ Name	_____ Name		_____

Debtor MERISOL VILLAGES, LLC
Name

Case number (if known) _____

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
_____ Name	_____ Name		_____

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. _____ Name		EIN: _____ Dates business existed From _____ To _____
25.2. _____ Name		EIN: _____ Dates business existed From _____ To _____
25.3. _____ Name		EIN: _____ Dates business existed From _____ To _____

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☒ None

Name and address

Dates of service

26a.1.

Name

From _____

To _____

Name and address

Dates of service

26a.2.

Name

From _____

To _____

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address

Dates of service

26b.1.

Ward McCampbell, P.C.

Name

711 N. Carancahua, #1730, Corpus Christi, TX 78401

From _____

To _____

Name and address

Dates of service

26b.2.

Name

From _____

To _____

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

Name and address

If any books of account and records are unavailable, explain why

26c.1.

Name

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name _____

Name and address

If any books of account and records are
 unavailable, explain why

26c.2.

Name _____

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

26d.1.

Name _____

Name and address

26d.2.

Name _____

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of
inventory

The dollar amount and basis (cost, market, or
 other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.1.

Name _____

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name _____

Name of the person who supervised the taking of the inventory

Date of
inventory

The dollar amount and basis (cost, market, or
other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.2.

Name _____

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Charles L. Castor, Jr.	P.O. Box 366, Port Aransas, TX 78373	Sole Member	100

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
			_____ To _____
			_____ To _____
			_____ To _____
			_____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No

☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. _____ Name _____	_____	_____	

Relationship to debtor _____		_____	

Debtor MERISOL VILLAGES, LLC Case number (if known) _____
 Name _____

Name and address of recipient

30.2

Name _____

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN: _____

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/31/2022
 MM / DD / YYYY

X

/s/ Charles J. Castor, Jr.

Printed name Charles J. Castor, Jr.

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Sole Member

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes

Fill in this information to identify the case and this filing:Debtor Name MERISOL VILLAGES, LLCUnited States Bankruptcy Court for the: Southern District of Texas

Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/31/2022
MM / DD / YYYY

X /s/ Charles J. Castor, Jr.

Signature of individual signing on behalf of debtor

Charles J. Castor, Jr.

Printed name

Sole Member

Position or relationship to debtor

United States Bankruptcy Court

IN RE:

Case No. _____

MERISOL VILLAGES, LLC

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (Or Percentage)	Security Class (or kind of interest)
Charles L. Castor, Jr. P.O. Box 366, Port Aransas, TX 78373	100	Managing member

United States Bankruptcy Court
Southern District of Texas

In re: MERISOL VILLAGES, LLC

Case No.

Chapter 11

Debtor(s)

Verification of Creditor Matrix

The above-named Debtor(s) hereby verify that the attached list of creditors is true and correct to the best of their knowledge.

Date: 05/31/2022

/s/ Charles J. Castor, Jr.

Signature of Individual signing on behalf of debtor

Sole Member

Position or relationship to debtor

Blue Marlin Aviation
P. O. Box 1638
Port Aransas, TX 78373

Pinoak Funding
3309 Swanson Drive
Plano, TX 75025

Bob Cristaldi
2700 Westhall Lane
Ste. 124
Maitland, FL 32751

Sico, Hoelscher, Harris & Braugh, LLP
802 N. Carancahua
Suite 900
Corpus Christi, TX 78401

Brantley White
653 Everhart Rd.
Suite 105
Corpus Christi, TX 78411

Sico, Hoelscher, Harris & Braugh, LLP and Car
802 N. Carancahua
Suite 900
Corpus Christi, TX 78373

Capstone Funding
507 Denali Pass
Suite 401
Cedar Park, TX 78613

South Jetty newspaper
P. O. Box 1117
Port Aransas, TX 78373

Carey P. Locke
802 N. Carancahua
Suite 1500
Corpus Christi, TX 78401

Charles Castor, Jr.
P.O. Box 366
Port Aransas, TX 78373

Charles L. Castor, Jr.
P.O. Box 366
Port Aransas
TX 78373

Elevated Equities LLC
PO Box 7399
PMB 556
Breckenridge, CO 80424

Island Construction
420 E. Cotter
Port Aransas, TX 78373

Melanie Miller
Loan Servicing Manager
507 Denali Pass, Suite 401
Cedar Park, TX 78613

Nueces County Ad valorem taxes
P. O. Box 2688
Corpus Christi, TX 78373

United States Bankruptcy Court

Southern District of Texas

In re MERISOL VILLAGES, LLC

Case No. _____

Debtor

Chapter ¹¹ _____

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

☐ FLAT FEE

For legal services, I have agreed to accept \$ _____

Prior to the filing of this statement I have received. \$ _____

Balance Due. \$ _____

☒ RETAINER

For legal services, I have agreed to accept a retainer of \$ 25,000.00

The undersigned shall bill against the retainer at an hourly rate of \$ 500.00

[Or attach firm hourly rate schedule.] Debtor(s) have agreed to pay all Court approved fees and expenses exceeding the amount of the retainer.

2. The source of the compensation paid to me was:

☐ Debtor

☒ Other (specify) Carl Kolb PC

3. The source of compensation to be paid to me is:

☒ Debtor

☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the Agreement, together with a list of the names of the people sharing the compensation is attached.

5. In return of the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

d. [Other provisions as needed]

- a. Advising Debtor of its rights, powers and duties as debtors-in-possession in continuing to operate and manage its assets;
- b. Advising Debtor concerning, and assisting in a negotiation of documentation of debtor-in- possession financing agreements, debt restructuring, cash collateral orders and related transactions;
- c. Reviewing the nature and validity of agreements related to Debtor 's business and assets and advising Debtor in connection therewith;
- d. Reviewing the nature and validity of liens asserted against Debtor and advising Debtor concerning the enforceability of such liens;
- e. Advising Debtor concerning the actions to be taken to collect and recover property for the benefit of its estate;
- f. Reviewing and assisting Debtor with the preparation of all necessary and appropriate applications, motions, pleadings, orders, notices, schedules and other documents, and reviewing all financial and other reports to be filed in Debtor 's Chapter 11 case;
- g. Advising Debtor concerning, and preparing responses to, applications, motions, pleadings, notices and other papers which may be filed in Debtor's Chapter 11 case;
- h. Counseling Debtor in connection with the formulation, negotiation and promulgation of plans of reorganization and related documents; and
- i. Performing all other legal services which may be necessary or appropriate in the administration of Debtor's Chapter 11 case.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

Our engagement is limited to providing legal services and does not include accounting, financial, management, or other non-legal services. Additionally, our engagement does not include any existing or future lawsuits which have been or may be filed against Debtor.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

05/31/2022

/s/ Raymond Battaglia, 01918055

Date

Signature of Attorney

Law Offices of Ray Battaglia, PLLC

Name of law firm
66 Granburg Circle
San Antonio, TX 78218
2106019405
rbattaglia@outlook.com

The Law Offices of Ray Battaglia, PLLC (the “Firm”) has been engaged as counsel to assist the Debtor in connection with a preparing for, filing and prosecuting a voluntary petition under Chapter 11 of Title 11 of the U.S. Code for MERISOL VILLAGES, LLC. (the “Company”) in order to protect its assets and reorganize its liabilities. The Firm has agreed to act as the Company’s counsel and give advice in connection with the contemplated Chapter 11 proceeding. The Firm will render such ordinary and necessary legal services as may be required in the course of the Chapter 11 cases, including:

- a. Advising the Company of its rights, powers and duties as debtor-in-possession in continuing to operate and manage its’ assets;
- b. Advising the Company concerning, and assisting in a negotiation of documentation of debtor-in-possession financing agreements, debt restructuring, cash collateral orders and related transactions;
- c. Reviewing the nature and validity of agreements related to the Company’s business and properties and advising the Company in connection therewith;
- d. Reviewing the nature and validity of liens and claims asserted against the Company and its assets and advising the Company concerning the enforceability of such liens;
- e. Advising the Company concerning the actions to be taken to collect and recover property for the benefit of its’ estate;
- f. Preparing all necessary and appropriate applications, motions, pleadings, orders, notices, schedules and other documents, and reviewing all financial and other reports to be filed in the Company’s Chapter 11 case;
- g. Advising the Company concerning, and preparing responses to, applications, motions, pleadings, notices and other papers which may be filed in the Company’s Chapter 11 case;
- h. Counseling the Company in connection with the formulation, negotiation and promulgation of a plan of reorganization and related documents; and performing all other legal services which may be necessary or appropriate in the administration of the Company’s Chapter 11 case.

The Debtor has agreed to pay the firm an hourly rate of \$500.00 per hour, as adjusted from time to time, in addition to reimbursement of expenses. The Debtor has paid the Firm a prepetition retainer of \$25,000 in connection with the chapter 11 case. As of the Petition Date, the Firm had applied \$5,078 from the retainer to pay prepetition fees and expenses owed to the Firm, leaving a balance in the retainer account of \$19,922.